

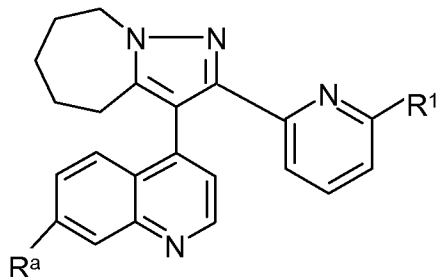
Amendments to the Claims:

The listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims

Claims 1-3 (canceled).

Claim 4. (currently amended) A compound of the formula:



Formula III

wherein

R¹ is hydrogen or methyl;

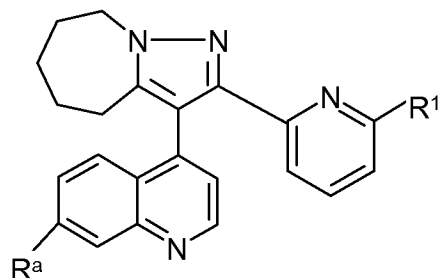
R^a is hydrogen; hydroxy; (C1-C4)alkoxy; or -O(CH₂)₂N-morpholino;

and the pharmaceutically acceptable salts thereof.

Claim 5. (previously presented) A compound according to claim 4 selected from the group consisting of:

- a. 3-quinolin-4-yl-2-pyridin-2-yl-5,6,7,8-tetrahydro-4H-pyrazolo[1,5-a]azepine.
- b. (7-Methoxy-quinolin-4-yl)-2-pyridin-2-yl-5,6,7,8-tetrahydro-4H-pyrazolo[1,5a]azepine.
- c. 4-(2-Pyridin-2-yl-5,6,7,8-tetrahydro-4H-pyrazolo[1,5-a]azepin-3-yl)-quinolin-7-ol.
- d. 3-[7-(2-Morpholin-4-yl-ethoxy)-quinolin-4-yl]-2-pyridin-2-yl-5,6,7,8-tetrahydro-4H-pyrazolo[1,5-a]azepine.

Claim 6. (currently amended) A method of treating breast cancer, ~~fibrosis, restenosis, wound healing, HIV infection, alzheimers' disease and/or atherosclerosis~~ comprising administering to a patient in need thereof a compound of the formula:



Formula III

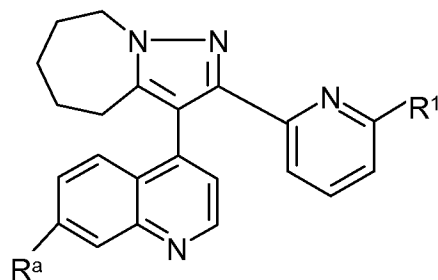
wherein

R^1 is hydrogen or methyl;

R^a is hydrogen; hydroxy; (C1-C4)alkoxy; or $-O(CH_2)_2N$ -morpholino;

and the pharmaceutically acceptable salts thereof.

Claim 7. (currently amended) A pharmaceutical formulation comprising a compound of the formula:



Formula III

wherein

R^1 is hydrogen or methyl;

R^a is hydrogen; hydroxy; (C1-C4)alkoxy; or $-O(CH_2)_2N$ -morpholino;

and the pharmaceutically acceptable salts thereof, in combination with a pharmaceutically acceptable diluent, carrier, or excipient.